Debt Capacity Information Schedule of Direct and Overlapping Debt June 30, 2012

| | Net Debt Outstanding | | Estimated Percentage Applicable (e) | | Estimated Share of Overlapping Debt | | |
|--|----------------------------|---------------|-------------------------------------|----|-------------------------------------|--|--|
| Direct Debt (a) | | | | | | | |
| Special General Obligation School debt (b) | \$ | 15,060,000 | 100.00% | \$ | 15,060,000 | | |
| Total all other bonded debt | | 1,478,886,286 | 100.00% | - | 1,478,886,286 | | |
| | | | Total direct bonded debt (c) | | 1,493,946,286 | | |
| Overlapping Debt (d) | | | | | | | |
| City of Memphis | | 1,250,175,000 | 100.00% | | 1,250,175,000 | | |
| City of Germantown | | 25,650,000 | 100.00% | | 25,650,000 | | |
| City of Bartlett | | 29,098,555 | 100.00% | | 29,098,555 | | |
| City of Collierville | | 30,827,213 | 100.00% | | 30,827,213 | | |
| Town of Arlington | | 10,352,000 | 100.00% | | 10,352,000 | | |
| Town of Millington | | 6,719,570 | 100.00% | | 6,719,570 | | |
| _ | | | Total overlapping debt | | 1,352,822,338 | | |
| | | Total | direct and overlapping debt | \$ | 2,846,768,624 | | |

- (a) The County has the power and is obligated to levy ad valorem taxes without limitation as to rate or amount.
- (b) These bonds are limited tax obligation of the County. The Special General Obligation School debt corresponds to all taxable property in the County located outside the boundaries of the Board of Education of the City of Memphis, Tennessee, which constitutes the area of the County outside of the boundaries of the City of Memphis, Tennessee
- (c) The total bonded debt amount corresponds with all Shelby County assessed property.
- (d) The tax base within each city corresponds with that city's debt.
- (e) The percentage of overlapping debt applicable is estimated using assessed property value. Applicable percentages were estimated by determing the portion of the county's taxable assessed value that is within the government's boundaries and dividing it by each unit's total taxable assessed value.

Debt Capacity Information Ratios of Outstanding Debt by Type Last Ten Fiscal Years

| | | | Governmental Activities | | | siness-type Activities | | | | | | | |
|----------------|-------------|-----|--------------------------------|------------------------------|-------------------|---------------------------|--------------------------------|---|---------------------------------|-------|--|-------|---|
| Fiscal Year | Tax Year | | General Obligation Bonds | Commerical Paper Notes | Capital Leases | | Total Government Debt(a) | G.O. Bonded Debt Percent Of Actual Value | G.O. Bonded Debt Per Capita (b) | | Total Government Debt Per Capita (b) | | Total Government Debt Percent of Personal Income(c) |
| 2003 | 2002 | 19 | \$ 1,354,259,107 | \$ 220,300,000 | \$ | 510,915 | \$ 1,575,070,022 | 3.13% | \$ | 1,500 | \$ | 1,500 | 4.10% |
| 2004 | 2003 | | 1,619,508,672 | 39,500,000 | | 863,307 | 1,659,871,979 | 3.29% | | 1,787 | | 1,787 | 5.14% |
| 2005 | 2004 | | 1,569,111,426 | 141,000,000 | | 794,188 | 1,710,905,614 | 3.36% | | 1,726 | | 1,727 | 4.74% |
| 2006 | 2005 | | 1,753,166,331 | 10,000,000 | | 721,717 | 1,763,888,048 | 3.05% | | 1,921 | | 1,922 | 5.14% |
| 2007 | 2006 | | 1,820,107,968 | | | 1,170,996 | 1,821,278,964 | 3.09% | | 1,980 | | 1,981 | 5.04% |
| 2008 | 2007 | | 1,735,025,160 | 37,300,000 | | 1,039,885 | 1,773,365,045 | 2.96% | | 1,885 | | 1,887 | 4.61% |
| 2009 | 2008 | | 1,627,860,459 | 120,000,000 | | 906,177 | 1,748,766,636 | 2.85% | | 1,771 | | 1,772 | 4.26% |
| 2010 | 2009 | | 1,707,260,182 | | | 766,064 | 1,708,026,246 | 2.57% | | 1,855 | | 1,856 | 4.58% |
| 2011 | 2010 | | 1,665,674,209 | - | | 619,240 | 1,666,293,449 | 2.55% | | 1,796 | | 1,796 | 4.47% |
| 2012 | 2011 | (c) | 1,493,946,286 | | | 465,383 | 1,494,411,669 | 2.32% | | 1,576 | | 1,577 | 3.98% |

⁽a) The full faith, credit, and unlimited taxing power of the County are pledged for payment of the Bonds without limitation as to rate or amount.

⁽b) See page H-10 for Assessed and Estimated Property Values and page H-16 for Population Amounts and Personal Income Values.

⁽c) Personal Income Data not available for FY2012. Data for FY2011 was substituted for the calculation.